

HEALTH ANNUAL STATEMENT

FOR THE YEAR ENDING DECEMBER 31, 2005

OF THE CONDITION AND AFFAIRS OF THE

Neighborhood Health Plan of Rhode Island Employer's ID Number NAIC Group Code 95402 NAIC Company Code 05-0477052 (Prior Period) (Current Period) Organized under the Laws of Rhode Island , State of Domicile or Port of Entry United States of America Country of Domicile Licensed as business type: Life, Accident & Health [] Property/Casualty [] Dental Service Corporation [] Vision Service Corporation [] Other [] Health Maintenance Organization [X] Hospital, Medical & Dental Service or Indemnity [] Is HMO, Federally Qualified? Yes [] No [X] Incorporated/Organized 12/09/1993 12/01/1994 Commenced Business 299 Promenade Street Statutory Home Office Providence, RI 02908 (City or Town, State and Zip Code) Main Administrative Office 299 Promenade Street treet and Number) 401-459-6000 Providence, RI 02908 (Area Code) (Telephone Number) (City or Town, State and Zip Code) Mail Address 299 Promenade Street Providence, RI 02908 Primary Location of Books and Records 299 Promenade Street (Street and Number) 401-459-6000 Providence, RI 02908 (City or Town, State and Zip Code) (Area Code) (Telephone Number) Internet Website Address http://www.nhpri.org/ Statutory Statement Contact Richard J Silva 404-459-6663 (Area Code) (Telephone Number) (Extension) 404-459-6175 (Name) rsilva@nhpri.org (FAX Number) 299 Promenade Street Policyowner Relations Contact (Street and Number) Providence, RI 02908 401-459-6000 (City or Town, State and Zip Code) (Area Code) (Telephone Number) (Extension) **OFFICERS** Title Name Title Name Ernest Anthony Balasco Vice Chairman Chairman Raymond Joseph Lavoie Merrill Thomas Treasurer Maria Montanaro Secretary OTHER OFFICERS **DIRECTORS OR TRUSTEES** Dennis Michael Roy Maria Montanaro Michael Vincent Frazier Merrill Thomas Karen Voci Peter John Bancroft Nancy Turnbull Kerry Clark Jones Anthony Anthony Balasco Raymond Joseph Lavoie William Hochstrasser-Walsh Joseph Nagle Jennifer Hosmer MD Mark E. Reynolds # State ofRhode IslandProvidence... County of The officers of this reporting entity, being duly sworn, each depose and say that they are the described officers of said reporting entity, and that on the reporting period stated The officers of this reporting entity, being duly sworn, each depose and say that they are the described officers of said reporting entity, and that on the reporting period stated above, all of the herein described assets were the absolute property of the said reporting entity, free and clear from any liens or claims thereon, except as herein stated, and that this statement, together with related exhibits, schedules and explanations therein contained, annexed or referred to is a full and true statement of all the assets and liabilities and of the condition and affairs of the said reporting entity as of the reporting period stated above, and of its income and deductions therefrom for the period ended, and have been completed in accordance with the NAIC Annual Statement Instructions and Accounting Practices and Procedures manual except to the extent that: (1) state law may differ; or, (2) that state rules or regulations require differences in reporting not related to accounting practices and procedures, according to the best of their information, knowledge and belief, respectively. Furthermore, the scope of this attestation by the described officers also includes the related corresponding electronic filling with the NAIC, when required, that is an exact copy (except for formatting differences due to electronic filling) of the enclosed statement. The electronic filling may be requested by various regulators in lieu of or in addition to the enclosed statement. to the enclosed statement.

Ernest Balasco Chairman (December 31, 2005)	Maria Montanaro Secretary (December 31, 2005)	Merrill Tho Treasurer (Decemb	
Subscribed and sworn to before me this day of ,		a. Is this an original filing?b. If no,1. State the amendment number	Yes [X] No []
		 Date filed Number of pages attached 	03/01/2006
Michelle Tetreault Controller, Notary Public	_		

09/13/2009

ASSETS

			Current Year		Prior Year
		1	2	3	4
		Assets	Nonadmitted Assets	Net Admitted Assets (Cols. 1 - 2)	Net Admitted Assets
1	Bonds (Schedule D)			20,993,074	
	,	20,333,074		20,000,014	11,000,002
۷.	Stocks (Schedule D):	0		0	0
	2.1 Preferred stocks			0	0
	2.2 Common stocks	0		0	0
3.	Mortgage loans on real estate (Schedule B):				
	3.1 First liens			0	0
	3.2 Other than first liens			0	0
4	Real estate (Schedule A):				
	,				
	4.1 Properties occupied by the company (less				
	\$encumbrances)			0	0
	4.2 Properties held for the production of income				
	(less \$ encumbrances)			0	0
	4.3 Properties held for sale (less				
	·			0	0
	\$encumbrances)			0	U
5.	Cash (\$19,557,318 , Schedule E, Part 1), cash equivalents				
	(\$				
	investments (\$11,599,511 , Schedule DA)	31.156.829		.31.156.829	27.090.873
6	Contract loans, (including \$premium notes)				
	Other invested assets (Schedule BA)				
	Receivables for securities				
	Aggregate write-ins for invested assets				
10.	Subtotals, cash and invested assets (Lines 1 to 9)	52,209,368	59,465	52,149,903	38,446,765
11.	Title plants less \$charged off (for Title				
	Insurers only)			0	
10	Investment income due and accrued			287,543	
		207 , 343		207 , 343	131,200
13.	Premiums and considerations:				
	13.1 Uncollected premiums and agents' balances in the course of				
	collection	1,431,531	13,798	1,417,733	1,030,402
	13.2 Deferred premiums, agents' balances and installments booked but				
	deferred and not yet due (including \$earned				
				0	0
	but unbilled premium).				0
	13.3 Accrued retrospective premium.	-		0	0
14.	Reinsurance:				
	14.1 Amounts recoverable from reinsurers	219,374		219,374	40,500
	14.2 Funds held by or deposited with reinsured companies			0	0
	14.3 Other amounts receivable under reinsurance contracts			0	0
15	Amounts receivable relating to uninsured plans				
	Current federal and foreign income tax recoverable and interest thereon				0
	2 Net deferred tax asset				0
	Guaranty funds receivable or on deposit				
18.	Electronic data processing equipment and software	145,447	60,631	84,816	152,063
19.	Furniture and equipment, including health care delivery assets				
	(\$)	11.884	11.884	n	0
20	Net adjustment in assets and liabilities due to foreign exchange rates				0
	Receivables from parent, subsidiaries and affiliates				
	Health care (\$136,729) and other amounts receivable				
	Aggregate write-ins for other than invested assets		633,833	48,487	35,015
24.	Total assets excluding Separate Accounts, Segregated Accounts and				
	Protected Cell Accounts (Lines 10 to 23)	58,230,266	1,387,911	56,842,355	44 , 298 , 551
25	From Separate Accounts, Segregated Accounts and Protected				
	Cell Accounts.			0	0
00					
∠6.	Total (Lines 24 and 25)	58,230,266	1,387,911	56,842,355	44,298,551
	DETAILS OF WRITE-INS				
0901.	Security Deposits	59,465	59,465	0	0
0902.					
0903.					
	Summary of remaining write-ins for Line 9 from overflow page				0
		59,465			0
	Totals (Lines 0901 thru 0903 plus 0998) (Line 9 above)	,	59,465	-	- v
	Other Receivable		54 , 107	10,523	,
2302.	Claims deposited with contracted facility			37,964	20,636
2303.	Prepaid Expenses		394,943	0	0
2398.	Summary of remaining write-ins for Line 23 from overflow page	184.783	184,783	0	0
	Totals (Lines 2301 thru 2303 plus 2398) (Line 23 above)	682,320	633,833		35,015
೭೮೨೮.	Totalo (Lines 2001 tinu 2000 pius 2030) (Line 20 above)	002,320	000,000	40,407	33,013

LIABILITIES, CAPITAL AND SURPLUS

	,	_		Prior Year	
		1 Covered	2 Uncovered	3 Total	4 Total
1	Claims unpaid (less \$ reinsurance ceded)				
2.	Accrued medical incentive pool and bonus amounts		0		
		•		•	
3.	Unpaid claims adjustment expenses				
4.	Aggregate health policy reserves				0
5.	Aggregate life policy reserves				
6.	Property/casualty unearned premium reserves				
7.	Aggregate health claim reserves				
8.	Premiums received in advance	17 ,388 ,810		17 , 388 , 810	13,330,664
9.	General expenses due or accrued	1,543,684		1 ,543 ,684	1,286,836
10.1	Current federal and foreign income tax payable and interest thereon (including				
	Net deferred tax liability				
11.	Ceded reinsurance premiums payable			0	0
12.	Amounts withheld or retained for the account of others			0	0
13.	Remittance and items not allocated			0	0
14.	Borrowed money (including \$ current) and				
	interest thereon \$ (including				
	\$ current)			0	0
15.	Amounts due to parent, subsidiaries and affiliates				0
16.	Payable for securities				0
	Funds held under reinsurance treaties with (\$				
17.	V.				
	authorized reinsurers and \$unauthorized			0	0
	reinsurers)				
18.	Reinsurance in unauthorized companies				
19.	Net adjustments in assets and liabilities due to foreign exchange rates				
20.	Liability for amounts held under uninsured accident and health plans	0		0	1,090,331
21.	Aggregate write-ins for other liabilities (including \$				
	current)	72,138	0	72,138	193,000
22	Total liabilities (Lines 1 to 21)	36,517,859	0	36 , 517 , 859	32 , 158 , 865
23.	Aggregate write-ins for special surplus funds	XXX	XXX	0	0
24.	Common capital stock	XXX	XXX		0
25	Preferred capital stock	XXX	XXX		0
26.	Gross paid in and contributed surplus				
27.	Surplus notes	XXX	XXX	1 ,500 ,000	2,000,000
28.	Aggregate write-ins for other than special surplus funds				
29.	Unassigned funds (surplus)				
				10,024,400	10, 100,000
30.	Less treasury stock, at cost:				
	30.1shares common (value included in Line 24	2004	1004		0
	\$)	XXX	XXX		0
	30.2shares preferred (value included in Line 25				
	\$)				
31.	Total capital and surplus (Lines 23 to 29 minus Line 30)	XXX	XXX	20 , 324 , 496	12,139,686
32.	Total liabilities, capital and surplus (Lines 22 and 31)	XXX	XXX	56,842,355	44,298,551
	DETAILS OF WRITE-INS				
2101.	Unearned Grant Liability	72,138		72,138	193,000
2102.					
2103.					
2198.	Summary of remaining write-ins for Line 21 from overflow page	0	0	0	0
2199.	Totals (Lines 2101 thru 2103 plus 2198) (Line 21 above)	72,138	0	72,138	193,000
2301.	\		XXX	,	, -
2302.					
2303.					
2398.	Summary of remaining write-ins for Line 23 from overflow page				0
2390.	Totals (Lines 2301 thru 2303 plus 2398) (Line 23 above)	XXX	XXX	0	0
				•	<u> </u>
2801.					
2802.					
2803.					
2898.	Summary of remaining write-ins for Line 28 from overflow page				
2899.	Totals (Lines 2801 thru 2803 plus 2898) (Line 28 above)	XXX	XXX	0	0

STATEMENT OF REVENUE AND EXPENSES

	STATEMENT OF REVENUE A	Current Y		Prior Year		
		1	2	3		
- 1	Mambay Months	Uncovered XXX	Total	Total		
1.	Member Months		017 ,310	000,001		
2.	Net premium income (including \$ non-health premium income)	xxx	167,794,569	134,282,814		
3.	Change in unearned premium reserves and reserve for rate credits					
4.	Fee-for-service (net of \$ medical expenses)					
5.	Risk revenue					
6.	Aggregate write-ins for other health care related revenues					
7.	Aggregate write-ins for other non-health revenues					
8.	Total revenues (Lines 2 to 7)					
	Hospital and Medical:					
9.	Hospital/medical benefits					
10.	Other professional services			25,999,950		
11.	Outside referrals					
12.	Emergency room and out-of-area			11,315,189		
13.	Prescription drugs					
14.	Aggregate write-ins for other hospital and medical.			0		
15.	Incentive pool, withhold adjustments and bonus amounts					
16.	Subtotal (Lines 9 to 15)	U	149,990,410	121,4/1,32/		
	Torres.					
17	Less: Net reinsurance recoveries	0	363,270	454 242		
17.	Total hospital and medical (Lines 16 minus 17)			121,016,984		
18. 19.	Non-health claims (net)		' '			
20.	Claims adjustment expenses, including \$3,596,777 cost containment expenses		5,635,617			
21.	General administrative expenses.		7,023,114			
22.	Increase in reserves for life and accident and health contracts (including		7,020,114			
	\$increase in reserves for life only)		0	0		
23.	Total underwriting deductions (Lines 18 through 22)					
24.	Net underwriting gain or (loss) (Lines 8 minus 23)					
25.	Net investment income earned (Exhibit of Net Investment Income, Line 17)					
26.	Net realized capital gains (losses) less capital gains tax of \$					
	Net investment gains (losses) (Lines 25 plus 26)					
28.	Net gain or (loss) from agents' or premium balances charged off [(amount recovered		, , , , , , , , , , , , , , , , , , , ,			
	\$) (amount charged off \$		(154,394)	(14,631)		
29.	Aggregate write-ins for other income or expenses		62,351	122,486		
30.	Net income or (loss) after capital gains tax and before all other federal income taxes					
	(Lines 24 plus 27 plus 28 plus 29)	XXX	9,104,628	3,920,028		
31.	Federal and foreign income taxes incurred	xxx		0		
32.	Net income (loss) (Lines 30 minus 31)	XXX	9,104,628	3,920,028		
	DETAILS OF WRITE-INS					
0601.	Department of Human Services Incentive Income	xxx	810,905	740,603		
0602.	Other Program Revenue	xxx	599,628	444,375		
0603.	Grant Revenue.	xxx	528,422	550,717		
0698.	Summary of remaining write-ins for Line 6 from overflow page	xxx	571,566	848,374		
0699.	Totals (Lines 0601 thru 0603 plus 0698) (Line 6 above)	XXX	2,510,521	2,584,069		
0701.		xxx				
0702.		xxx				
0703.		XXX				
0798.	Summary of remaining write-ins for Line 7 from overflow page	XXX	0	0		
0799.	Totals (Lines 0701 thru 0703 plus 0798) (Line 7 above)	XXX	0	0		
1401.						
1402.						
1403.						
1498.	Summary of remaining write-ins for Line 14 from overflow page		0	0		
1499.	Totals (Lines 1401 thru 1403 plus 1498) (Line 14 above)	0	0	0		
2901.	Miscellaneous Income		*	76,378		
2902.	Community Access Program Grant Revenue			(10,772)		
2903.	Rent Income		•	56,880		
2998.	Summary of remaining write-ins for Line 29 from overflow page			0		
2999.	Totals (Lines 2901 thru 2903 plus 2998) (Line 29 above)	0	62,351	122,486		

CAPITAL AND SURPLUS ACCOUNT

	CAPITAL AND SURPLUS ACCOUNT	1 Current Year	2 Prior Year
	CAPITAL AND SURPLUS ACCOUNT:		
33.	Capital and surplus prior-reporting period	12,139,686	8,224,873
	GAINS AND LOSSES TO CAPITAL & SURPLUS:		
34.	Net income or (loss) from Line 32	9,104,628	3,920,028
35.	Change in valuation basis of aggregate policy and claim reserves		0
36.	Change in net unrealized capital gains (losses) less capital gains tax of \$		0
37.	Change in net unrealized foreign exchange capital gain or (loss)		0
38.	Change in net deferred income tax		0
39.	Change in nonadmitted assets	(419,818)	(5,215)
40.	Change in unauthorized reinsurance	0	0
41.	Change in treasury stock	0	0
42.	Change in surplus notes	(500,000)	0
43.	Cumulative effect of changes in accounting principles		0
44.	Capital Changes:		
	44.1 Paid in	0	0
	44.2 Transferred from surplus (Stock Dividend)		0
	44.3 Transferred to surplus		0
45.	Surplus adjustments:		
	45.1 Paid in	0	0
	45.2 Transferred to capital (Stock Dividend)	0	0
	45.3 Transferred from capital		0
46.	Dividends to stockholders		0
47.	Aggregate write-ins for gains or (losses) in surplus	0	0
48.	Net change in capital & surplus (Lines 34 to 47)	8,184,810	3,914,813
49.	Capital and surplus end of reporting period (Line 33 plus 48)	20,324,496	12,139,686
	DETAILS OF WRITE-INS		
4701.			
4702.			
4703.			
4798.	Summary of remaining write-ins for Line 47 from overflow page	0	0
4799.	Totals (Lines 4701 thru 4703 plus 4798) (Line 47 above)	0	0

CASH FLOW

		1	2
		Current Year	Prior Year Ended
		To Date	December 31
	Cash from Operations	171 451 500	454 400 005
	Premiums collected net of reinsurance.		
	Net investment income		
	Miscellaneous income		2,584,069
4.	Total (Lines 1 to 3)	175,113,308	
	Benefits and loss related payments		
	Net transfers to Separate, Segregated Accounts and Protected Cell Accounts		45.000.000
	Commissions, expenses paid and aggregate write-ins for deductions		
	Dividends paid to policyholders		
	Federal and foreign income taxes paid (recovered) \$net of tax on capital gains (losses)	0	10.1.710.01
	Total (Lines 5 through 9)		
11.	Net cash from operations (Line 4 minus Line 10)	14,664,733	19,511,874
	Cash from Investments		
12.	Proceeds from investments sold, matured or repaid:		
	12.1 Bonds		5 , 177 , 419
	12.2 Stocks	0	(
	12.3 Mortgage loans	0	(
	12.4 Real estate	0	
	12.5 Other invested assets		
	12.6 Net gains or (losses) on cash, cash equivalents and short-term investments	219,485	85,733
	12.7 Miscellaneous proceeds	0	53,688
	12.8 Total investment proceeds (Lines 12.1 to 12.7)	2,131,885	5,316,840
13.	Cost of investments acquired (long-term only):		
	13.1 Bonds	11,651,813	8,715,568
	13.2 Stocks		
	13.3 Mortgage loans		(
	13.4 Real estate		
	13.5 Other invested assets	_	(
	13.6 Miscellaneous applications		(
	13.7 Total investments acquired (Lines 13.1 to 13.6)		8,715,568
14	Net increase (or decrease) in contract loans and premium notes		
15	Net cash from investments (Line 12.8 minus Line 13.7 and Line 14)	(10 081 294)	(3 398 728
	Cash from Financing and Miscellaneous Sources	(10,001,201)	(0,000,720
16.	Cash provided (applied):		
	16.1 Surplus notes, capital notes	(500,000)	(
	16.2 Capital and paid in surplus, less treasury stock	(000,000)	(
	16.3 Borrowed funds	(72 139)	193 000
	16.4 Net deposits on deposit-type contracts and other insurance liabilities		
	16.5 Dividends to stockholders		(
	16.6 Other cash provided (applied).		157,561
17	Net cash from financing and miscellaneous sources (Line 16.1 to Line 16.4 minus Line 16.5 plus Line 16.6)		350.56
	RECONCILIATION OF CASH, CASH EQUIVALENTS AND SHORT-TERM INVESTMENTS	(017,402)	000,00
10	Net change in cash, cash equivalents and short-term investments (Line 11 plus Line 15 plus Line 17)	4 065 057	16 /63 70
		4,000,907	10,403,707
19.	Cash, cash equivalents and short-term investments: 19.1 Beginning of year	27 000 973	10,627,166
	• • •		27,090,873
	19.2 End of period (Line 18 plus Line 19.1)		21,000,010

ANALYSIS OF OPERATIONS BY LINES OF BUSINESS (Gain and Loss Exhibit)

	<i>,</i> ,, ,, , , , , , , , , , , , , , , ,	0.0 0.		<u> </u>		71 00011	SINESS (Gain and LOSS Exhibit)		<u></u>				
	1	2	3	4	5	6	7	8	9	10	11	12	13
		Comprehensive				Federal							
		(Hospital				Employees	Title	Title					
	T	&	Medicare	Dental	Vision	Health	XVIII	XIX	0, 1	Disability	Long-term	0,1,1,1,1,1,1,1,1,1,1,1,1,1,1,1,1,1,1,1	Other
	Total	Medical)	Supplement	Only	Only	Benefit Plan	Medicare	Medicaid	Stop Loss	Income	Care	Other Health	Non-Health
Net premium income	167 , 794 , 569	(1,268)	0		U		0	167 , 795 , 837	D	U	U	D	0
Change in unearned premium reserves and reserve for rate credit	0												
3. Fee-for-service (net of \$													
medical expenses)	0												XXX
Risk revenue	0												XXX
 Aggregate write-ins for other health care related revenues 	2,510,521	0	Ω	Ω	0	Ω	0	2,510,521	0	0	0	0	XXX
Aggregate write-ins for other non-health care related	0	VVV	V /V/	VVV	V/V/	xxx	VVV	xxx	V/V/	xxx	V/V/	xxx	
revenues		XXX(1,268)	XXX	XXX	XXX	XXX	XXX	170,306,358	XXX	XXX	XXX	XXX	J
7. Total revenues (Lines 1 to 6)	, ,						u			u	u		U
8. Hospital/medical/ benefits	66,023,251	(23,466)						66,046,717					XXX
9. Other professional services	31,706,210							31,706,210					XXX
10. Outside referrals	14,168,702					•		14,168,702					XXX
11. Emergency room and out-of-area	11,220,341							11,220,341					XXX
12. Prescription Drugs	22,776,891							22,776,891					XXX
13. Aggregate write-ins for other hospital and medical	0	0	0	Ω	0	Ω	0	Ω	0	0	0	0	XXX
 Incentive pool, withhold adjustments and bonus amounts 	4,095,021							4,095,021					XXX
15. Subtotal (Lines 8 to 14)	149,990,416	(23,466)	0	Ω	0	Ω	0	150,013,882	0	0	0	0	XXX
Net reinsurance recoveries	363,270							363,270					XXX
17. Total medical and hospital (Lines 15 minus 16)	149 , 627 , 146	(23,466)	0	Ω	0	Ω	0	149,650,612	0	0	0	0	XXX
18. Non-health claims (net)	0	XXX	XXX	XXX	XXX	XXX	XXX	XXX	XXX	XXX	XXX	XXX	0
Claims adjustment expenses including													
\$3,596,777 cost containment expenses	5,635,617							5,635,617					
20. General administrative expenses	7,023,114							7,023,114					
21. Increase in reserves for accident and health contracts	0												XXX
22. Increase in reserves for life contracts	0	XXX	XXX	XXX	XXX	XXX	XXX	XXX	XXX	XXX	XXX	XXX	
23. Total underwriting deductions (Lines 17 to 22)	162,285,877	(23,466)	0	0	0	0	0	162,309,343	0	0	0	0	0
24. Total underwriting gain or (loss) (Line 7 minus Line 23)	8,019,213	22,198	0	0	0	0	0	7,997,015	0	0	0	0	0
DETAILS OF WRITE-INS													
0501. Department of Human Services Incentive Income	810,905							810,905					XXX
0502. Other Program Revenue.	599,628							599,628					XXX
0503. Grant Revenue.	528,422							528,422					XXX
0598. Summary of remaining write-ins for Line 5 from overflow page .	571,566	0	Ω	0	0	Ω	0	571,566	0	0	0	0	XXX
0599. Totals (Lines 0501 thru 0503 plus 0598) (Line 5 above)	2,510,521	0	0	0	0	0	0	2,510,521	0	0	0	0	XXX
0601.		XXX	XXX	XXX	XXX	XXX	XXX	XXX	XXX	XXX	XXX	XXX	
0602.		XXX	XXX	XXX	XXX	XXX	xxx	XXX	XXX	XXX	xxx	XXX	
0603.		XXX	XXX	XXX	XXX	XXX	XXX	XXX	XXX	XXX	XXX	XXX	
0698. Summary of remaining write-ins for Line 6 from overflow page.	n	XXX	XXX	XXX	XXX	XXX	XXX	XXX	XXX	XXX	XXX	XXX	١
0699. Totals (Lines 0601 thru 0603 plus 0698) (Line 6 above)	Ω	XXX	XXX	XXX	XXX	XXX	XXX	XXX	XXX	XXX	XXX	XXX	٢
1301.	0	7000	7001	7000	7001	,,,,,	7000	7000	7001	7000	7000	7000	XXX
1302.							†						XXX
1303.		†				†	.				†		XXX
1398. Summary of remaining write-ins for Line 13 from overflow						†					†	-	
page	0	0	0	0	0	0	0	0	0	0	0	0	XXX
1399. Totals (Lines 1301 thru 1303 plus 1398) (Line 13 above)	n	n	n	n	n	n	n	n	n	n	n	n	XXX

UNDERWRITING AND INVESTMENT EXHIBIT

PART 1 - PREMIUMS												
	1	2	3	4								
Line of Business	Direct Business	Reinsurance Assumed	Reinsurance Ceded	Net Premium Income (Cols. 1+2-3)								
Comprehensive (hospital and medical)	(1,614)		(346)	(1,268)								
2. Medicare Supplement				0								
3. Dental Only.				0								
4. Vision Only				0								
Federal Employees Health Benefits Plan				0								
7. Title XIX - Medicaid	168,859,050		1,063,213	167 , 795 , 837								
8. Stop Loss				0								
9. Disability Income				0								
10. Long-term care				0								
11. Other health 12. Health subtotal (Lines 1 through 11)	168,857,436		1,062,867	0								
13. Life	100,007,400		1,002,007	0								
14. Property/Casualty				0								
15. Totals (Lines 12 to 14)	168,857,436	0	1,062,867	167,794,569								

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UNDERWRITING AND INVESTMENT EXHIBIT

				PAF	RT 2 - Claims	Incurred Du	ring the Year						
	1	2 Comprehensive (Hospital &	3 Medicare	4 Dental	5 Vision	6 Federal Employees Health	7 Title XVIII	8 Title XIX	9 Stop	10 Disability	11 Long-Term	12	13 Other Non-
	Total	Medical)	Supplement	Only	Only	Benefits Plan	Medicare	Medicaid	Loss	Income	Care	Other Health	Health
Payments during the year:				•	•								
1.1 Direct	144,500,741	26,020						144 , 474 , 721					
1.2 Reinsurance assumed	0												
1.3 Reinsurance ceded	0							0					
1.4 Net	144,500,741	26,020	0	0	0	0	0	144 , 474 , 721	0	0	0	0	(
Paid medical incentive pools and bonuses	3,441,279							3,441,279					
Claim liability December 31, current year from Part 2A:													
3.1 Direct	16,617,236	0	0	0	0	0	0	16,617,236	0	0	0	0	(
3.3 Reinsurance assumed	0	0	0	0	0	0	0	0	0	0	0	0	(
3.3 Reinsurance ceded	0	0	0	0	0	0	0	0	0	0	0	0	(
3.4 Net	16,617,236	0	0	0	0	0	0	16,617,236	0	0	0	0	(
Claim reserve December 31, current year from Part 2D: 4.1 Direct	0							0					
4.2 Reinsurance assumed								0					
		0	Λ	0	Λ	0	0	Λ	0	Λ	.0		
4.3 Reinsurance ceded4 Net			0	0		0	0	0	0		0	0	
5. Accrued medical incentive pools and	0	0	0	0	0	0	0	0	0	0	0	0	
bonuses, current year	274,340							274,340					
6. Net healthcare receivables (a)	363,269							363,269					
Amounts recoverable from reinsurers													
December 31, current year	(336,098)							(336,098)					
Claim liability December 31, prior year from Part 2A:	, ,												
8.1 Direct	15,585,852	49,486	0	0	0	0	0	15,536,366	0	0	0	0	(
8.2 Reinsurance assumed	0	0	0	0	0	0	0	0	0	0	0	0	(
8.3 Reinsurance ceded	0	0	0	0	0	0	0	0	0	0	0	0	(
8.4 Net	15,585,852	49,486	0	0	0	0	0	15,536,366	0	0	0	0	(
Claim reserve December 31, prior year from Part 2D:	0		0		0		0			0	0		,
9.1 Direct	0	0	0	0	0	0	0	0	0	0	0	0	اا
9.2 Reinsurance assumed	0	0	0	0	0	0	0	0	0	0	0	<u>0</u>	
9.3 Reinsurance ceded	0	0	0	0	0	0		0	0	0	0	ļ0	(
9.4 Net	0	0	0	0	0	0	0	0	0	0	0	ļ0	(
Accrued medical incentive pools and bonuses, prior year	360,465	۸	Λ	۸	0	0	0	360,465	۸	Λ	0		(
11. Amounts recoverable from reinsurers		U	0	U	0	l0	0		U	0	0	U	
December 31, prior year	40,500	n	n	n	0	0	0	40,500	0	Ω	0	n	ſ
12. Incurred Benefits:		Y						10,000					
12.1 Direct	145,895,394	(23,466)	n	n	0	0	0	145,918,860	0	0	0	0	ſ
12.2 Reinsurance assumed	n	(20,400)	n	0	0	0	0	0	0	 0	0	0	(
12.3 Reinsurance ceded	(376,598)	0	Ω	0	0	0	0	(376,598)	0	0	0	0	
12.4 Net	146,271,992	(23,466)		0		0	0	146,295,458	0	0	0	0	
13. Incurred medical incentive pools and	140,211,332	(20,400)	0	0	0	0	0	140,230,400	0	0		U	
bonuses	3,355,154	0	0	0	0	0	0	3,355,154	0	0	0	0	(
a) Excludes \$ loans or advances to p		ů	· · · · · · · · · · · · · · · · · · ·	· · · · · ·			·	0,000,101	•				

(a) Excludes \$ loans or advances to providers not yet expensed.

UNDERWRITING AND INVESTMENT EXHIBIT

PART 2A - Claims Liability End of Current Year

PART 2A - Claims Liability End of Current Year													
	1	2	3	4	5	6	7	8	9	10	11	12	13
						Federal							
		Comprehensive				Employees Health							
		(Medical &	Medicare	Dental	Vision	Benefits Plan	Title XVIII	Title XIX	Stop	Disability	Long-Term	Other	Other
	Total	Hospital)	Supplement	Only	Only	Premium	Medicare	Medicaid	Loss	Income	Care	Health	Non-Health
Reported in Process of Adjustment:													
1.1. Direct	5,062,823							5,062,823					
1.2. Reinsurance assumed	0.												
1.3. Reinsurance ceded	Ω												
1.4. Net	5,062,823	0	0	0	0	0	0	5,062,823	0	0	0	0	0
Incurred but Unreported:													
2.1. Direct	11,554,413							11,554,413					
2.2. Reinsurance assumed	0.												
2.3. Reinsurance ceded	0												
2.4. Net	11,554,413	0	0	0	0	0	0	11,554,413	0	0	0	0	0
Amounts Withheld from Paid Claims and Capitations:													
3.1. Direct	0												
3.2. Reinsurance assumed	0.												
3.3. Reinsurance ceded	0.												
3.4. Net	0.	0	0	0	0	0	0	0	0	0	0	0	0
4. TOTALS:													
4.1. Direct	16,617,236	0	0	0	0	0	0	16,617,236	0	0	0	0	0
4.2. Reinsurance assumed	0.		0	0	0	0	0	0	0	0	0	0	0
4.3. Reinsurance ceded	0	0	0	0	0	0	0	0	0	0	0	0	0
4.4. Net	16,617,236	0	0	0	0	0	0	16,617,236	0	0	0	0	0

UNDERWRITING AND INVESTMENT EXHIBIT

PART 2B - ANALYSIS OF CLAIMS UNPAID - PRIOR YEAR - NET OF REINSURANCE

PART 2B - ANALYSIS OF CI	<u> LAIMS UNPAID - PRIOR YEAR - NET</u>	OF REINSURA				
	Claims Paid D	uring the Veer	Claim Reserve and Cla Currer	aim Liability Dec. 31 of	5	6
	Glaims Paid D	uning the Year 2	3	it Year 4		Estimated Claim
Line of Business	On Claims Incurred Prior to January 1 of Current Year	On Claims Incurred During the Year	On Claims Unpaid December 31 of Prior Year	On Claims Incurred During the Year	Claims Incurred in Prior Years (Columns 1 + 3)	Reserve and Claim Liability December 31 of Prior Year
Comprehensive (hospital and medical)		0	0	0	26,020	49 , 486
Medicare Supplement					0	0
3. Dental Only					0	0
4. Vision Only					0	0
5. Federal Employees Health Benefits Plan Premiums					0	0
6. Title XVIII - Medicare					0	0
7. Title XIX - Medicaid	13,292,348	131,182,373	14,008	16,603,228	13,306,356	15 , 536 , 366
8. Other health					0	
9. Health subtotal (Lines 1 to 8)	13,318,368	131,182,373	14,008	16,603,228	13,332,376	15 , 585 , 852
10. Healthcare receivables (a)					0	
11. Other non-health					0	
12. Medical incentive pools and bonus amounts		3,080,815		274,340	360 , 464	360 , 464
13. Totals (Lines 9 - 10 + 11 + 12)	13,678,832	134,263,188	14,008	16,877,568	13,692,840	15,946,316

(a) Excludes \$loans or advances to providers not yet expensed.

UNDERWRITING AND INVESTMENT EXHIBIT

PART 2C - DEVELOPMENT OF PAID AND INCURRED HEALTH CLAIMS (000 Omitted)

Section A – Paid Health Claims - Hospital and Medical

Occident A Traid Health Claims Troopharana in	Cumulative Net Amounts Paid						
	1	2	3	4	5		
Year in Which Losses Were Incurred	2001	2002	2003	2004	2005		
1. Prior	0	0	287	205			
2. 2001	297	991	1,340	1,340			
3. 2002	XXX	14,064	15,981	15,981			
4. 2003	XXX	XXX	390	451			
5. 2004	XXX	XXX	ХХХ	583	26		
6. 2005	XXX	XXX	XXX	XXX			

Section B – Incurred Health Claims - Hospital and Medical

	Claim	Sum of Cumulative Net Amount Paid and Claim Liability, Claim Reserve and Medical Incentive Pool and Bonuses Outstanding at End of Year							
	1 2 3 4 5								
Year in Which Losses Were Incurred									
1. Prior									
2.									
3.	XXX								
4.	XXX	XXX							
5.	XXX	XXX	XXX						
6.	XXX	XXX	XXX	XXX					

Section C - Incurred Year Health Claims and Claims Adjustment Expense Ratio - Hospital and Medical

	1	2	3	4	5	6	7	8	9	10
					Claim and Claim				Total Claims and	
					Adjustment				Claims	
Years in which			Claim Adjustment		Expense			Unpaid Claim	Adjustment	
Premiums were Earned and Claims			Expense	Col. (3/2)	Payments	Col. (5/1)		Adjustment	Expense Incurred	Col. (9/1)
were Incurred	Premiums Earned	Claim Payments	Payments	Percent	(Col 2+3)	Percent	Claims Unpaid	Expenses	(Col. 5+7+8)	Percent
1. 2001	0	0		0.0	0	0.0			0	0.0
2. 2002	12,655	0		0.0	0	0.0			0	0.0
3. 2003	432	0		0.0	0	0.0			0	0.0
4. 2004	720	26		0.0	26	3.6			26	3.6
5. 2005		0		0.0	0	0.0			0	0.0

UNDERWRITING AND INVESTMENT EXHIBIT

PART 2C - DEVELOPMENT OF PAID AND INCURRED HEALTH CLAIMS (000 Omitted)

Section A - Paid Health Claims - Title XIX Medicaid

Obtain A Tala Hoath Olamo Tito Al modicala									
	Cumulative Net Amounts Paid								
	1	2	3	4	5				
Year in Which Losses Were Incurred	2001	2002	2003	2004	2005				
1. Prior	15,240	76	115,112	115,112	115,112				
2. 2001	86,994	14,655	101,671	101,671	101,671				
3. 2002	XXX	88,405	102,729	102,719	102,719				
4. 2003	XXX	XXX	96,674	110,208	110,208				
5. 2004.	ХХХ	ХХХ	ХХХ	113,943	128,780				
6. 2005	XXX	XXX	XXX	XXX	134,019				

Section B - Incurred Health Claims - Title XIX Medicaid

	Sum of Cumulative Net Amount Paid and Claim Liability, Claim Reserve and Medical Incentive Pool and Bonuses Outstanding at End of Year						
Year in Which Losses Were Incurred	1 2001	5 2005					
1. Prior	0	0	0	0	0		
2. 2001	102,491	118 , 161	118 , 161	118 , 161	118 , 161		
3. 2002	XXX	112,203	129,001	129,001	129,001		
4. 2003	XXX	ХХХ	109,326	126,307	126,307		
5. 2004	XXX	XXX	ХХХ	114,816	128,509		
6. 2005	XXX	XXX	XXX	XXX	131,684		

Section C - Incurred Year Health Claims and Claims Adjustment Expense Ratio - Title XIX Medicaid

Years in which Premiums were Earned and Claims were Incurred	1 Premiums Earned	2 Claim Payments	3 Claim Adjustment Expense Payments	4 Col. (3/2) Percent	5 Claim and Claim Adjustment Expense Payments (Col 2+3)	6 Col. (5/1) Percent	7 Claims Unpaid	8 Unpaid Claim Adjustment Expenses	9 Total Claims and Claims Adjustment Expense Incurred (Col. 5+7+8)	10 Col. (9/1) Percent
1. 2001	0	101,671		0.0	101,671	0.0			101,671	0.0
2. 2002	116,660	102,719		0.0	102,719	880			102,719	880
3. 2003	119,813	110,208		0.0	110,208	92.0			110,208	92.0
4. 2004	133,563	128,780	0	0.0	128,780	96.4	274	247	129,302	96.8
5. 2005		134,019	5,636	4.2	139,655	0.0	16,617	374	156,646	0.0

UNDERWRITING AND INVESTMENT EXHIBIT

PART 2C - DEVELOPMENT OF PAID AND INCURRED HEALTH CLAIMS (000 Omitted)

Section A - Paid Health Claims - Grand Total

	Cumulative Net Amounts Paid						
	1	2	3	4	5		
Year in Which Losses Were Incurred	2001	2002	2003	2004	2005		
1. Prior	15,240	75	115,399	115,317	115,112		
2. 2001	87,291	15,646	103,011	103,011	101,671		
3. 2002	XXX	102,469	118,710	118,700	102,719		
4. 2003	XXX	XXX	97 ,064	110,659	110,208		
5. 2004.	XXX	XXX	XXX	114,526	128,806		
6. 2005	XXX	XXX	XXX	XXX	134,019		

Section B - Incurred Health Claims - Grand Total

	Sum of Cumulative Net Amount Paid and Claim Liability, Claim Reserve and Medical Incentive Pool and Bonuses Outstanding at End of Year						
Year in Which Losses Were Incurred	1 2 3 4 5 2001 2002 2003 2004 200						
1. Prior	0	0	0	0	0		
2. 2001	102,491	118,161	118,161	118,161	118,161		
3. 2002	XXX	112,203	129,001	129,001	129,001		
4. 2003	XXX	XXX	109,326	126,307	126,307		
5. 2004	XXX	XXX	XXX	114,816	128,509		
6. 2005	XXX	XXX	XXX	XXX	131,684		

Section C - Incurred Year Health Claims and Claims Adjustment Expense Ratio - Grand Total

Years in which Premiums were Earned and Claims were Incurred	1 Premiums Earned	2 Claim Payments	3 Claim Adjustment Expense Payments	4 Col. (3/2) Percent	5 Claim and Claim Adjustment Expense Payments (Col 2+3)	6 Col. (5/1) Percent	7 Claims Unpaid	8 Unpaid Claim Adjustment Expenses	9 Total Claims and Claims Adjustment Expense Incurred (Col. 5+7+8)	10 Col. (9/1) Percent
1. 2001	0	101,671	0	0.0	101,671	0.0	0	0	101,671	0.0
2. 2002	129,316	102,719	0	0.0	102,719	79.4	0	0	102,719	79.4
3. 2003	120,245	110,208	0	0.0	110,208	91.7	0	0	110,208	91.7
4. 2004	134,283	128,806	0	0.0	128,806	95.9	274	247	129,328	96.3
5. 2005	0	134,019	5,636	4.2	139,655	0.0	16,617	374	156,646	0.0

UNDERWRITING AND INVESTMENT EXHIBIT

PART 2D - AGGREGATE RESERVE FOR ACCIDENT AND HEALTH CONTRACTS ONLY

PART 2D - AGGREGATE RESERVE FOR ACCIDENT AND HEALTH CONTRACTS ONLY												
	1	2	3	4	5	6 Federal	7	8	9	10	11	12
	Total	Comprehensive (Hospital & Medical)	Medicare Supplement	Dental Only	Vision Only	Employees Health Benefit Plan	Title XVIII Medicare	Title XIX Medicaid	Stop Loss	Disability Income	Long-Term Care	Other
	Total	(Wicdical)	Опристен	Dental Only	VISION OTHY		RESERVE	Wicalcald	2033	moome	Ourc	Otrici
Unearned premium reserves	0											
Additional policy reserves (a)	0											
Reserve for future contingent benefits	0											
4. Reserve for rate credits or experience rating refunds (including												
\$ for investment income)	0											
Aggregate write-ins for other policy reserves	0		0	0	0	0	0	0	0	0	0	0
6. Totals (Gross)	0	0	0		0	0	0	0	0	0	0	0
7. Reinsurance ceded	0											
8. Totals (Net) (Page 3, Line 4)	0	0			0	0	0	0	0	0	0	0
						CLAIM R	RESERVE					
Present value of amounts not yet due on claims	0											
Reserve for future contingent benefits	0											
11. Aggregate write-ins for other claim reserves	0	0	0	0	0	0	0	0	0	0	0	0
12. Totals (Gross)	0	0	0	0	0	0	0	0	0	0	0	0
13. Reinsurance ceded	0											
14. Totals (Net) (Page 3, Line 7)	0	0	0	0	0	0	0	0	0	0	0	0
DETAILS OF WRITE-INS												
0501.												
0502.												
0503.												
0598. Summary of remaining write-ins for Line 5 from overflow page	0	0	0	0	0	0	0	0	0	0	0	0
0599. TOTALS (Lines 0501 thru 0503 plus 0598) (Line 5 above)	0	0	0	0	0	0	0	0	0	0	0	0
1101.												
1102.		ļ		ļ								
1103												
1198. Summary of remaining write-ins for Line 11 from overflow page	0	0	0	0	0	0	0	0	0	0	0	0
1199. TOTALS (Lines 1101 thru 1103 plus 1198) (Line 11 above)	0	0	0	0	0	0	0	0	0	0	0	0
a) Includes \$ premium deficiency reserve												

(a) Includes \$ premium deficiency reserve.

UNDERWRITING AND INVESTMENT EXHIBIT

PART 3 - ANALYSIS OF EXPENSES

	PARI 3 -	ANALYSIS OF				
		Claim Adjustm	ent Expenses 2	3	4	5
		Cost Containment Expenses	Other Claim Adjustment Expenses	General Administration Expenses	Investment Expenses	Total
1.	Rent (\$for occupancy of own building)	207,417	192,222	463,528		863,167
2.	Salaries, wages and other benefits	3,265,632	1,266,280	5,690,167		10,222,079
3.	Commissions (less \$ceded plus					
	\$Assumed					0
4.	Legal fees and expenses	33,047	30,626	73,852		137 , 525
5.	Certifications and accreditation fees			0		0
6.	Auditing, actuarial and other consulting services	322,936	299,279	721,684		1,343,899
7.	Traveling expenses	12,487	11,572	27,905		51,964
8.	Marketing and advertising	156,321	144,870	349,340		650,531
9.	Postage, express and telephone		60,080	144,877		269,786
10.	Printing and office supplies					
11.	Occupancy, depreciation and amortization	29,208	27,069	65,273		121,550
12.	Equipment					
13.	Cost or depreciation of EDP equipment and software					
14.	Outsourced services including EDP, claims, and other services					
15.						
16.	Insurance, except on real estate					
17.						
18.	Group service and administration fees.					
19.	Reimbursements by uninsured accident and health plans					
20.	Reimbursements from fiscal intermediaries					
21.	Real estate expenses.					
22.	·					
	Taxes, licenses and fees:					· · · · · · · · · · · · · · · · · · ·
	23.1 State and local insurance taxes					0
	23.2 State premium taxes.					0
	23.3 Regulatory authority licenses and fees					
	23.4 Payroll taxes					
	23.5 Other (excluding federal income and real estate taxes)					,
24	Investment expenses not included elsewhere					
24.						442,251
25.	Aggregate write-ins for expenses	-	98,486	343,765		
26.	Total expenses incurred (Lines 1 to 25)					
27.	Less expenses unpaid December 31, current year					
28.	Add expenses unpaid December 31, prior year	0	311,717	1 , 280 , 830	0	
29.	Amounts receivable relating to uninsured accident and health plans, prior year	0	0	0	0	0
30.	Amounts receivable relating to uninsured accident and health plans, current year	0	0	0		0
31.	Total expenses paid (Lines 26 minus 27 plus 28 minus 29 plus 30)	3,596,777	1,728,906	6,766,266	228,610	12,320,559
	DETAIL OF WRITE-INS					
2501.	Conferences, Training, and Tuition	0	25,561	89,221		114,782
2502.	Recruitment Fees	0	17 , 268	60,274		77 , 542
2503.	Meeting	0	55 , 657	194,270		249,927
2598.	Summary of remaining write-ins for Line 25 from overflow page	0	0	0	0	0
2599.	Totals (Line 2501 thru 2503 plus 2598)(Line 25 above)	0	98,486	343,765	0	442,251

(a) Includes management fees of \$to affiliates and \$to non-affiliates.

EXHIBIT OF NET INVESTMENT INCOME

		1 1	0
		1 Collected	2 Earned
		During Year	During Year
1.	II.S. Covernment hands	(a)	327,488
1.1	U.S. Government bonds Bonds exempt from U.S. tax	` '	
1.2	Other bonds (unaffiliated)		230.558
1.2			
2.1	Bonds of affiliates		
	Preferred stocks of affiliates		
2.11			
	Common stocks (unaffiliated)		
3.	Common stocks of affiliates		
	Mortgage loans	` '	
4.	Real estate	(-)	
5.	Contract loans	700 202	952 007
6.	Cash, cash equivalents and short-term investments		853,097
7.	Derivative instruments		
8.	Other invested assets		
9.	Aggregate write-ins for investment income		
10.	Total gross investment income	1,274,090	
11.	Investment expenses		. (g)228,610
12.	Investment taxes, licenses and fees, excluding federal income taxes		. (g)
13.	Interest expense		
14.	Depreciation on real estate and other invested assets		. (i)
15.	Aggregate write-ins for deductions from investment income		
16.	Total (Lines 11 through 15)		
17.	Net Investment Income - (Line 10 minus Line 16)		1,182,533
	DETAILS OF WRITE-INS		
0901.			
0902.			
0903.			
0998.	Summary of remaining write-ins for Line 9 from overflow page		0
0999.	Totals (Lines 0901 through 0903 plus 0998) (Line 9, above)	0	
			· · ·
1501.			
1502.			
1503.			
1598.	Summary of remaining write-ins for Line 15 from overflow page		0
1599.	Total (Lines 1501 through 1503 plus 1598) (Line 15, above)		Ü
	(07.450)	44 707	
	udes \$		
	udes \$accrual of discount less \$amortization of premium and less \$		
	ides \$accrual of discount less \$amortization of premium and less \$		d interest on purchases.
	interes		
	udes \$accrual of discount less \$amortization of premium and less \$	paid for accrue	d interest on purchases.
	udes \$accrual of discount less \$amortization of premium.		
	investment expenses and \$ investment taxes, licenses and fees, exception and the second secon	luding federal income taxes	, attributable to
seg	regated and Separate Accounts.		
(n) incli	udes \$interest on surplus notes and \$interest on capital notes.		
(I) Inclu	ides \$depreciation on real estate and \$depreciation on other invested asse	IS.	

EXHIBIT OF CAPITAL GAINS (LOSSES)

		1 Realized Gain (Loss) On Sales or Maturity	2 Other Realized Adjustments	3 Increases (Decreases) by Adjustment	4 Total
1	U.S. Government bonds		•	-1,	(15
1.1	Bonds exempt from LLS tax	(10)			0
1.2	Bonds exempt from U.S. tax Other bonds (unaffiliated)	(5.060)			(5.060
1.3	Bonds of affiliates	0	0	0	0
2.1	Preferred stocks (unaffiliated)				0
2.11	Preferred stocks of affiliates	0	0	0	0
2.2	Common stocks (unaffiliated)				0
2.21	Common stocks of affiliates	0	0	0	0
3.	Mortgage loans				0
4.	Real estate				0
5.	Contract loans				0
6.	Cash, cash equivalents and short-term investments				0
7.	Derivative instruments				0
8.	Other invested assets				0
9.		0	0	0	0
10.	Total capital gains (losses)	(5,075)	0	0	(5,075
	DETAILS OF WRITE-INS				
0901.					
0902.					
0903.					
0998.	Summary of remaining write-ins for Line 9 from overflow page	0	0	0	0
0999.	Totals (Lines 0901 through 0903 plus 0998) (Line 9, above)	0	0	0	0

EXHIBIT OF NONADMITTED ASSETS

	1 2		3	
		Current Year Total	Prior Year	Change in Total Nonadmitted Assets
_	P. 1 (0.1 1.1 P)	Nonadmitted Assets	Nonadmitted Assets	(Col. 2 - Col. 1)
	Bonds (Schedule D)			
2.	Stocks (Schedule D):	0	0	0
	2.1 Preferred stocks		0	0
_	2.2 Common stocks	U	U	U
3.	Mortgage loans on real estate (Schedule B): 3.1 First liens	0	0	0
	3.2 Other than first liens		0	0
4.	Real estate (Schedule A):			
	4.1 Properties occupied by the company	0	0	0
	4.2 Properties held for the production of income			0
	4.3 Properties held for sale		0	0
5	Cash, (Schedule E, Part 1), cash equivalents (Schedule E, Part 2) and			
0.	short -term investments (Schedule DA)	0	0	0
6	Contract loans			0
	Other invested assets (Schedule BA)			
				0
	Receivables for securities			0
	Aggregate write-ins for invested assets		•	0
	Subtotals, cash and invested assets (Lines 1 to 9)		<i>'</i>	0
	Title plants (for Title insurers only)			0
	Investment income due and accrued		0	
13.	Premiums and considerations:			
	13.1 Uncollected premiums and agents' balances in the course of	40.700	0	(40.700)
	collection	13,798	0	(13,798)
	13.2 Deferred premiums, agents' balances and installments booked but deferred and not yet due	0	0	0
	13.3 Accrued retrospective premium.		0	0
14	Reinsurance:			
14.	14.1 Amounts recoverable from reinsurers	0	0	0
	14.2 Funds held by or deposited with reinsured companies			0
	14.3 Other amounts receivable under reinsurance contracts			0
15	Amounts receivable relating to uninsured plans		0	0
	1 Current federal and foreign income tax recoverable and interest thereon		0	0
	2 Net deferred tax asset.			0
	Guaranty funds receivable or on deposit			0
	Electronic data processing equipment and software.			(14,287)
	Furniture and equipment, including health care delivery assets			1,697
	Net adjustment in assets and liabilities due to foreign exchange rates		,	
			0	0
	Receivables from parent, subsidiaries and affiliates Health care and other amounts receivable			
	Aggregate write-ins for other than invested assets		551,216 297,487	(57,084)
		033,033	291 ,401 .	(330,340)
24.	Total assets excluding Separate Accounts, Segregated Accounts and Protected Cell Accounts (Lines 10 to 23)	1 207 044	968,093	(419,818)
0.5			968,093	(419,010)
	From Separate Accounts, Segregated Accounts and Protected Cell Accounts			(440, 040)
26.	Total (Lines 24 and 25)	1,387,911	968,093	(419,818)
	DETAILS OF WRITE-INS	50.405	50 405	•
	Security Deposits		59,465	0
0902.				
0903.				
	Summary of remaining write-ins for Line 9 from overflow page		0	0
	Totals (Lines 0901 thru 0903 plus 0998)(Line 9 above)	59,465	59,465	0
	Other Receivables	· ·	22,800	(31,307)
2302.	Prepaid Expenses	394,943	272,827	(122,116)
2303.	A/R Cap Grant		1,860 .	1,860
2398.	Summary of remaining write-ins for Line 23 from overflow page	184,783	0	(184,783)
2399.	Totals (Lines 2301 thru 2303 plus 2398)(Line 23 above)	633,833	297,487	(336,346)

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EXHIBIT 1 - ENROLLMENT BY PRODUCT TYPE FOR HEALTH BUSINESS ONLY

EXTIBIT 1 ENTITION DITIES	I E I OIT HEAETH BOOMEOU ONE!					1
		-	Total Members at End o	f		6
	1	2	3	4	5	Current Year
Source of Enrollment	Prior Year	First Quarter	Second Quarter	Third Quarter	Current Year	Member Months
Health Maintenance Organizations	68 , 206	68 , 116	68,024	67 , 912	68,413	817 , 315
Provider Service Organizations.	0		•		•	•
3. Preferred Provider Organizations	0					
4. Point of Service	0					
5. Indemnity Only	0					
Aggregate write-ins for other lines of business	0	0	0	0	0	0
7. Total	68,206	68,116	68,024	67,912	68,413	817,315
DETAILS OF WRITE-INS	,	,	,	,	·	,
0601.						
0602.					•	
0603.						
0698. Summary of remaining write-ins for Line 6 from overflow page	0	0	0	0	0	0
0699. Totals (Lines 0601 thru 0603 plus 0698) (Line 6 above)	0	0	0	0	0	0

NOTES TO FINANCIAL STATEMENTS

SUMMARY INVESTMENT SCHEDULE

	Gross Investment Holdings		Admitted Asset in t Annual S	he .
Investment Categories	1 Amount	2 Percentage	3 Amount	4 Percentage
1. Bonds:	7 till Cart	1 ordentage	ranodit	roroomago
1.1 U.S. treasury securities		0.000		0.000
1.2 U.S. government agency obligations (excluding mortgage-backed				
securities): 1.21 Issued by U.S. government agencies	1/1 838 066	28 454	1/1 838 066	28 454
1.22 Issued by U.S. government sponsored agencies			14,030,900	
1.3 Foreign government (including Canada, excluding mortgaged-backed				
securities)		0.000		0.000
1.4 Securities issued by states, territories, and possessions and political subdivisions in the U.S.:				
1.41 States, territories and possessions general obligations		0.000		0.000
1.42 Political subdivisions of states, territories and possessions and political subdivisions general obligations		0.000		0.000
1.43 Revenue and assessment obligations				
1.44 Industrial development and similar obligations				
1.5 Mortgage-backed securities (includes residential and commercial MBS):				
1.51 Pass-through securities:		0.000		0.000
1.511 Issued or guaranteed by GNMA				
1.512 Issued or guaranteed by FNMA and FHLMC				
1.513 All other		0.000		0.000
1.521 Issued or guaranteed by GNMA, FNMA, FHLMC or VA		0.000		0.000
1.522 Issued by non-U.S. Government issuers and				
collateralized by mortgage-backed securities issued or guaranteed by agencies shown in Line 1.521		0.000		0.000
1.523 All other				
2. Other debt and other fixed income securities (excluding short-term):				
2.1 Unaffiliated domestic securities (includes credit tenant loans rated by the		0.000		0.000
SVO)				
2.2 Unaffiliated foreign securities 2.3 Affiliated securities				
3. Equity interests:		0.000		
3.1 Investments in mutual funds		000.		0.000
3.2 Preferred stocks:				
3.21 Affiliated		0.000		0.000
3.22 Unaffiliated		0.000		0.000
3.3 Publicly traded equity securities (excluding preferred stocks):				
3.31 Affiliated				
3.32 Unaffiliated		0.000		0.000
3.4 Other equity securities: 3.41 Affiliated		0.000		0.000
3.42 Unaffiliated		0.000		0.000
3.5 Other equity interests including tangible personal property under lease:				
3.51 Affiliated		0.000		0.000
3.52 Unaffiliated		0.000		0.000
4. Mortgage loans:				
4.1 Construction and land development				0.000
4.2 Agricultural				0.000
4.3 Single family residential properties				
4.4 Multifamily residential properties				0.000
4.5 Commercial loans 4.6 Mezzanine real estate loans				
5. Real estate investments; 5. Real estate investments;				
5.1 Property occupied by the company		0.000	0	0.000
5.2 Property held for the production of income (including				
\$of property acquired in satisfaction of debt)		0.000	0	0.000
5.3 Property held for sale (including \$ property				
acquired in satisfaction of debt)			0	0.000
6. Contract loans		0.000	0	0.000
7. Receivables for securities		0.000	0	0.000
Cash, cash equivalents and short-term investments	31,156,829	59.745	31,156,829	59.745
Other invested assets 10. Total invested assets.	52,149,903	0.000	52,149,903	0.000
10. Total invested assets	JZ, 149,9UJ	100.000	J∠, 149,9U3	100.000

GENERAL INTERROGATORIES

PART 1 - COMMON INTERROGATORIES

GENERAL

1.1		ng entity a member of an Insurance Holding Company System consisting of two or more affiliated persons, one or more of varer?		Yes [] N	o [X]
1.2	If yes, did th regulator disclosur Insuranc	e reporting entity register and file with its domiciliary State Insurance Commissioner, Director or Superintendent, or with suct y official of the state of domicile of the principal insurer in the Holding Company System, a registration statement providing e substantially similar to the standards adopted by the National Association of Insurance Commissioners (NAIC) in its Mode e Holding Company System Regulatory Act and model regulations pertaining thereto, or is the reporting entity subject to a and disclosure requirements substantially similar to those required by such Act and regulations?	h g el o] No [,] N	A [X]
1.3	State Regula	iting?				
2.1		ange been made during the year of this statement in the charter, by-laws, articles of incorporation, or deed of settlement of entity?		Yes [] N	lo [X]
2.2	If yes, date of	f change:				
	If not pr	eviously filed, furnish herewith a certified copy of the instrument as amended.				
3.1	State as of v	hat date the latest financial examination of the reporting entity was made or is being made.			12/	31/2001
3.2	State the as date sho	of date that the latest financial examination report became available from either the state of domicile or the reporting entity ald be the date of the examined balance sheet and not the date the report was completed or released.	. This		12/	31/2001
3.3	the repo	what date the latest financial examination report became available to other states or the public from either the state of domic ting entity. This is the release date or completion date of the examination report and not the date of the examination (ba e).	lance		05/	15/2003
3.4		artment or departments? RI Department of Business Regulation, Insurance Division				
4.1	During the combination	period covered by this statement, did any agent, broker, sales representative, non-affiliated sales/service organization of tion thereof under common control (other than salaried employees of the reporting entity), receive credit or commissions a substantial part (more than 20 percent of any major line of business measured on direct	r any for or	Yes [] N	lo [X]
		4.12 renewals?		Yes [] N	lo [X]
4.2	During the p	eriod covered by this statement, did any sales/service organization owned in whole or in part by the reporting entity or an aff redit or commissions for or control a substantial part (more than 20 percent of any major line of business measured on direct	filiate,			
	premiur			Yes [] N	lo [X]
	•	4.22 renewals?		Yes [] N	lo [X]
5.1	Has the repo	orting entity been a party to a merger or consolidation during the period covered by this statement?		Yes [] N	lo [X]
5.2		de the name of the entity, NAIC Company Code, and state of domicile (use two letter state abbreviation) for any entity that o exist as a result of the merger or consolidation.	t has			
		1 2 3	_			
		Name of Entity NAIC Company Code State of Domicile				
6.1	revoked	orting entity had any Certificates of Authority, licenses or registrations (including corporate registration, if applicable) suspend by any governmental entity during the reporting period? (You need not report an action, either formal or informal, if a confider part of the agreement.)	ntiality	Yes [] N	lo [X]
6.2		ull information			•	. ,
7.1		eign (non-United States) person or entity directly or indirectly control 10% or more of the reporting entity?		Yes [1 N	o [X]
	If yes,	· · · · · · · · · · · · · · · · · · ·			•	. ,
	,,	7.21 State the percentage of foreign control;				
		7.22 State the nationality(s) of the foreign person(s) or entity(s) or if the entity is a mutual or reciprocal, the nationality manager or attorney in fact; and identify the type of entity(s) (e.g., individual, corporation or government, manage attorney in fact).	of its			
	ſ	1 2				
		1 2 Nationality Type of Entity				

GENERAL INTERROGATORIES

8.1 8.2	Is the company a subsidiary of a bank holding company regular response to 8.1 is yes, please identify the name of the bar					Yes []	No	[X]
8.3 8.4	Is the company affiliated with one or more banks, thrifts or s If response to 8.3 is yes, please provide the names and loca financial regulatory services agency [i.e. the Federal Reserv Thrift Supervision (OTS), the Federal Deposit Insurance Cothe affiliate's primary federal regulator.]	ecurities firms?titon (city and state of the main office) of the Board (FRB), the Office of the Comp	of any affiliates re troller of the Curi	egulated by a federal rency (OCC), the Office		Yes []	No	[X]
	1	2	3	4 5		6		7	,
	Affiliate Name	Location (City, State)	FRB	OCC OTS	;	FDIC		SE	.C
9.	What is the name and address of the independent certified plefkowitz, Garfinkle, Chiampi & DiRienzo PC 10 Weybosset Street Suite 700 Providence, RI 02903	oublic accountant or accounting firm re	tained to conduc	t the annual audit?					
10.	What is the name, address and affiliation (officer/employee firm) of the individual providing the statement of actuaria Mr. Robert M. Damler, FSA, MAAA Principal and Consulting Actuary Milliman, Inc. 111 Monument Circle, Suite 601 Indianapolis, Indiana 46204-5128								
11.1		11.11 Name of 11.12 Number	real estate holding	ng companyed					
11.2	If yes, provide explanation	11.13 Total boo	ok/adjusted carry	ng value	\$				
12.	FOR UNITED STATES BRANCHES OF ALIEN REPORTIN What changes have been made during the year in the Unite		T . (1)						
12.3	Does this statement contain all business transacted for the through the throughout the state and the	ntures during the year?				Yes [Yes [] No [j	No No NA	[]
13.	Is the purchase or sale of all investments of the reporting					Yes [1	No	f Y 1
14.	thereof? Does the reporting entity keep a complete permanent received the results and the results are self-times are self-times and the results are self-times are self-times and the results are self-times are self-times and the results are self-times are	cord of the proceedings of its board of	of directors and	all subordinate commit	ttees		•		
15.	thereof? Has the reporting entity an established procedure for disclo part of any of its officers, directors, trustees or respons person?	sure to its board of directors or trustee ible employees that is in conflict or lik	es of any material ely to conflict wit	interest or affiliation or h the official duties of s	the such	Yes [
		FINANCIAL							
16.1	Total amount loaned during the year (inclusive of Separate	Accounts, exclusive of policy loans):	16.12 To stock 16.13 Trustee	ctors or other officers cholders not officers es, supreme or grand nal only)	\$				0
16.2	Total amount of loans outstanding at end of year (inclusive loans):	of Separate Accounts, exclusive of poli	су	tors or other officers	\$				0
			16.22 To stock 16.23 Trustee	kholders not officers es, supreme or grand nal only)	\$				0
17.1	Were any of the assets reported in this statement subject obligation being reported in this statement?					Yes [1	No	[X]
17.2	If yes, state the amount thereof at December 31 of the curre	nt year: 17.21 Rented f 17.22 Borrower 17.23 Leased f	rom othersd from others rom others		\$ \$				0 0 0
18.1	Does this statement include payments for assessments guaranty association assessments?	as described in the Annual Stateme	nt Instructions o	ther than guaranty fun	d or	Yes [
18.2	If answer is yes,	18.21 Amount 18.22 Amount 18.23 Other ar	paid as losses o paid as expense nounts paid	r risk adjustment s	\$ \$ \$				0
19.1	Does the reporting entity report any amounts due from the p	arent, subsidiaries or affiliates on Page	e 2 of this statem	ent?		Yes []	No	[X]
19.2	If yes, indicated any amounts receivable from parent include	a in the Page 2 amount:			\$				0

GENERAL INTERROGATORIES

INVESTMENT

20.1 Were all the stocks, bonds and other securities owned December 31 of current year, over which the reporting entity has exclusive control, in

	the actual possession of the reporting entity on said date, except as	s snown by So	chedule E - Part 3 - Special Deposits?		Yes [] "	o [v]
20.2	If no, give full and complete information relating thereto:						
	All Bonds and Securities in possession of Merrill Lynch.						
21.1	Were any of the stocks, bonds or other assets of the reporting entity control of the reporting entity, except as shown on the Schedule E any assets subject to a put option contract that is currently in force?	- Part 3 - Spe	cial Deposits; or has the reporting entity sold or transfe	erred	Yes [] N	lo [X]
21.2	If yes, state the amount thereof at December 31 of the current year:	21.21	Loaned to others	\$			0
		21.22	Subject to repurchase agreements	\$			0
		21.23	Subject to reverse repurchase agreements	. \$			0
		21.24	Subject to dollar repurchase agreements	\$			0
		21.25	Subject to reverse dollar repurchase agreements	\$			0
		21.26	Pledged as collateral	. \$			0
		21.27	Placed under option agreements	. \$			0
		21.28	Letter stock or other securities restricted as to sale	\$			0
		21.29	Other	. \$			0
21.3	For category (21.28) provide the following:						
	1 Nature of Restriction		2 Description		3 Amount	i]
			-		Amount		
			Description		Amount		
			Description		Amount		
			Description		Amount		
			Description		Amount		
			Description		Amount		
22.1			Description		Amount		
		chedule DB?	Description		Amount Yes [] N	
	Does the reporting entity have any hedging transactions reported on Solf yes, has a comprehensive description of the hedging program been to	chedule DB? made availabl	Description e to the domiciliary state? nandatorily convertible into equity, or, at the option of the	Yes [Yes [] /	

GENERAL INTERROGATORIES

deposit boxe qualified ban	k or trust company in accordan	ther securities ce with Part 1	s, owned throughout the ci - General, Section IV.H-0	urrent year held pu Custodial or Safek	rsuant to	o a custodial a Agreements of	agreement with a f the NAIC	Yes [X] No [
For agreeme	ents that comply with the require	ements of the	NAIC Financial Condition	Examiners Handb	ook, con	nplete the follo	owing:	
	Na	1 me of Custod	ian(s)	C	Custodia	2 n's Address		
	Merrill Lynch				903			
		he requireme	nts of the NAIC Financial	Condition Examine	ers Hand	lbook, provide	e the name,	
			2				2	7
	Name(s)			(s)		Complete		
Have there b	een any changes, including na	me changes, i	n the custodian(s) identific	ed in 24.01 during	the curre	ent year?		Yes [] No [X
			· · ·	ŭ		•		. , .
	1		2		-		4	
	Old Custodian		New Custodian	Ch	ange		Reason	
					nave acc	ess to the inv	restment	
	1 Central Registration Deposito	ry Number(s)	2 Name			Ad	2 Idress	
	7691		Merrill Lynch				903	
			,					
D 11				D 10/1 '5 1		0		
Exchange Co	ommission (SEC) in the Investr	nent Compan	is reported in Schedule D, y Act of 1940 [Section 5 (b) (1)])?	accordi	ng to the Sec	urities and	Yes [] No [X
11 y 00, 00111p1	oto and removing democratic.							
	1 CUSIP #		2 Name of Mut	tual Fund			3 Book/Adjusted Carry	ying Value
99 TOTAL								0
	tual fund listed in the table abo	ve, complete t	the following schedule:					· ·
		1			3		Δ	
	Name of Mutual Fund	Name o			Mutual F		7	
	(from above table)						Date of Valua	ation
l								
	For all agree location and Have there be location and Identify all in accounts, has been seen seen seen seen seen seen see	qualified bank or trust company in accordant Financial Condition Examiners Handbook? For agreements that comply with the require Merrill Lynch	qualified bank or trust company in accordance with Part 1 Financial Condition Examiners Handbook? For agreements that comply with the requirements of the Name of Custod Name (S) For all agreements that do not comply with the requirement location and a complete explanation: 1	qualified bank or trust company in accordance with Part 1 – General, Section IV.H-definancial Condition Examiners Handbook? For agreements that comply with the requirements of the NAIC Financial Condition Name of Custodian(s)	qualified bank or frust company in accordance with Part 1 – General, Section IV.H-Custodial or Safek Financial Condition Examiners Handbook? For agreements that comply with the requirements of the NAIC Financial Condition Examiners Handbook? Name of Custodian(s) 1 Citizens Plaza Suite 10000 Merrill Lynch	qualified bank or trust company in accordance with Part 1 – General, Section IV.H-Custodial or Safekeeping A Financial Condition Examiners Handbook, corresponding to the NAIC Financial Condition Examiners Handbook (Condition and a complete explanation: Name(s)	qualified bank or trust company in accordance with Part 1 - General, Section IV.H-Custodial or Safekeeping Agreements or Financial Condition Examiners Handbook, complete the following provides and provides and provides the following provides and provides	Name of Custodian(s) Custodian's Address

GENERAL INTERROGATORIES

26. Provide the following information for all short-term and long-term bonds and all preferred stocks. Do not substitute amortized value or

	statement value to	or fair value.				
			1 Statement (Admitted) Value	2 Fair Value	3 Excess of Statement over Fair Value (-) or Fair Value over Statement (+)	
	26.1	Bonds		32,307,940	(284,645)	
	26.2	Preferred stocks	0		0	
	26.3	Totals	32,592,585	32,307,940	(284,645)]
26.4	Describe the sources	or methods utilized in determ	nining fair values:			
	Fair Values as reporte	ed by Merrill Lynch				
27.1	Have all the filing req	uirements of the Purposes an	nd Procedures Manual of the NAIC Securiti	ies Valuation Office been follo	wed?	Yes [X] No []
27.2	If no, list the exceptio	ns:				
			OTHER			
28.1	Amount of payments	to trade associations, service	organizations and statistical or rating bure	eaus, if any?	\$	86
28.2			unt paid if any such payment represented all or rating bureaus during the period cover		payments to trade	
			1 Name		2 Amount Paid	
		Assoc For Comm Affiliate	d Plans (ACAP)		863	

 1 Name
 2 Amount Paid

 Cameron and Mittleman.
 84,474

 St Peter and Kasle, Inc.
 48,513

30.2 List the name of the firm and the amount paid if any such payment represented 25% or more of the total payment expenditures in connection

29.2 List the name of the firm and the amount paid if any such payment represented 25% or more of the total payments for legal expenses during the period covered by this statement.

29.1 Amount of payments for legal expenses, if any?.....

30.1 Amount of payments for expenditures in connection with matters before legislative bodies, officers or departments of government, if any?	\$ 0)

with matters before legislative bodies, officers or departments of government during the period covered by this statement.

1 2
Name Amount Paid

GENERAL INTERROGATORIES

PART 2 - HEALTH INTERROGATORIES

1.1 1.2 1.3	Does the reporting entity have any direct Medicare Supple If yes, indicate premium earned on U. S. business only What portion of Item (1.2) is not reported on the Medicare 1.31 Reason for excluding	Supplement Insurance E	xperience I	Exhibit?		\$ \$		0
1.4 1.5 1.6	Indicate amount of earned premium attributable to Canad Indicate total incurred claims on all Medicare Supplement Individual policies:							
1.0	marviduai policies.		Most curre	ent three years:				
				premium earned				
				incurred claims		•		
				ber of covered lives orior to most current three		\$		0
				premium earned		\$		0
			1.65 Total	incurred claims		\$		0
			1.66 Numl	ber of covered lives		\$		0
1.7	Group policies:		Most surre	ant three veers				
				ent three years: premium earned		\$		0
				incurred claims				
				ber of covered lives		\$		0
				prior to most current three		•		0
			1.74 otal	premium earnedincurred claims		\$		
			1.76 Numl	ber of covered lives		\$		0
2.	Health Test:					•		
				1 Current Year	Dr	2 ior Year		
	2.1	Premium Numerator	\$	Current real				
	2.2	Premium Denominator		167 , 794 , 569				
	2.3	Premium Ratio (2.1/2.2)		0.000		1.000		
	2.4	Reserve Numerator						
	2.5	Reserve Denominator		16,891,576	\$			
	2.6	Reserve Ratio (2.4/2.5)		0.000		1.000		
	2.0	116361VE 118110 (2.4/2.5)		0.000				
3.1	Has the reporting entity received any endowment or g	ift from contracting hospit	tals, physic	cians, dentists, or other	s that is agreed	will be		
	returned when, as and if the earnings of the reporting	entity permits?			-		Yes []	No [X]
3.2	If yes, give particulars:							
4.1	Have copies of all agreements stating the period and	d nature of hospitals', ph	nysicians',	and dentists' care offe	ered to subscribe	ers and		
	dependents been filed with the appropriate regulatory	agency?					Yes [X]	
	If not previously filed, furnish herewith a copy(ies) of such Does the reporting entity have stop-loss reinsurance?						Yes [X]	No []
5.1 5.2	If no, explain:						ies [x]	NO []
	o, orpia							
5.3	Maximum retained risk (see instructions)			prehensive Medical				
				ical Only				
				icare Supplement				
				tal er Limited Benefit Plan				
				er				
6.	Describe arrangement which the reporting entity may have hold harmless provisions, conversion privileges with other agreements:							
7.1 7.2	Does the reporting entity set up its claim liability for provious of the provious of the set of the provious of the set of the provious of the	ler services on a service d	ata base?				Yes [X]	No []
8.	Provide the following Information regarding participating p	aroviders:						
٥.			er of provid	ders at start of reporting	year			2,324
		8.2 Numb	er of provio	ders at end of reporting y	ear			2,327
9.1	Does the reporting entity have business subject to premiu							
9.2	If yes, direct premium earned:	Q 21 Busine	ee with rot	e guarantees between 15	5-36 months			
				e guarantees between 1: e guarantees over 36 mc				

GENERAL INTERROGATORIES

	Does the reporting entity have incentive Pool, If yes:	withhold or Bonus Arrangements in its provider contract?		res [x] NO []
		10.21 Maximum amount payable bonuses	\$	3,441,279
		10.22 Amount actually paid for year bonuses	\$	3,355,155
		10.23 Maximum amount payable withholds	\$	
		10.23 Maximum amount payable withholds	\$	
11.1	Is the reporting entity organized as:			
		11.12 A Medical Group/Staff Model,		Yes [] No [X
		11.13 An Individual Practice Association (IPA), or,		Yes [X] No [
		11.14 A Mixed Model (combination of above) ?		Yes [] No [X]
11.2	Is the reporting entity subject to Minimum Net	Worth Requirements?		Yes [X] No []
11.3	If yes, show the name of the state requiring su	ch net worth.		Rhode Island
11.4	If yes, show the amount required.	ch net worth.	\$	2,345,000
		sy reserve in stockholders equity?		Yes [] No [X]
11.6	If the amount is calculated, show the calculation	on.		
12.	List service areas in which reporting entity is lie	censed to operate:		
		1	7	
		Name of Service Area		

FIVE-YEAR HISTORICAL DATA

	1 I V L- I	EAR HIS	2 I	3	4	5
		2005	2004	2003	2002	2001
BALA	NCE SHEET (Pages 2 and 3)					
1.	Total admitted assets (Page 2, Line 26)	56,842,355	44 , 298 , 551	28 , 183 , 940	29,119,284	27,868,776
2.	Total liabilities (Page 3, Line 22)	36,517,859	32,158,865	19,959,067	21,399,910	18,586,248
3.	Statutory surplus		0	0	0	0
4.	Total capital and surplus (Page 3, Line 31)	20,324,496	12,139,686	8,224,873	7 ,719 ,374	9,282,528
INCO	ME STATEMENT (Page 4)					
5.	Total revenues (Line 8)	170 , 305 , 090	136,866,883	122,509,144	130 , 330 , 131	120 , 538 , 053
6.	Total medical and hospital expenses (Line 18)	149 , 627 , 146	121,016,984	109 , 162 , 307	119 , 527 , 924	103,657,867
7.	Claims adjustment expenses (Line 20)	5 , 635 , 617	3,410,673	3,754,506	0	0
8.	Total administrative expenses (Line 21)	7 ,023 , 114	8,977,090	10,287,390	12,751,555	11,064,732
9.	Net underwriting gain (loss) (Line 24)	8,019,213	3,462,136	(695,059)	(1,949,348)	6,521,113
10.	Net investment gain (loss) (Line 27)	1 , 177 , 458	350,037	403,669	589,508	864 , 145
11.	Total other income (Lines 28 plus 29)	(92,043)	107,855	337,693	154,084	(42, 129)
12.	Net income (loss) (Line 32)	9,104,628	3,920,028	46,303	(1,205,756)	7 , 343 , 129
RISK	- BASED CAPITAL ANALYSIS					
13.	Total adjusted capital	20,324,496	12,139,686	8,224,873	7,719,374	9,282,528
14.	Authorized control level risk-based capital	6,101,998	5,060,720	4,576,952	4,996,766	4,324,875
ENRO	DLLMENT (Exhibit 1)					
15.	Total members at end of period (Column 5, Line 7)	68 , 413	68,206	66,505	70 , 857	74,603
16.	Total member months (Column 6, Line 7)	817,315	806,681	786,890	852,814	815,024
OPEF	RATING PERCENTAGE (Page 4)					
(Item	divided by Page 4, sum of Lines 2, 3 and 5) x 100.0					
17.	Premiums earned plus risk revenue (Line 2 plus Lines 3 and 5)	100.0	100.0	100.0	100.0	100.0
18.	Total hospital and medical plus other non-health (Lines 18 plus 19)	89.2				
19.	Cost containment expenses		0.0	XXX	XXX	XXX
20.	Other claims adjustment expenses			0.0	0.0	0.0
21.	Total underwriting deductions (Line 23)				102.3	
22.	Total underwriting gain (loss) (Line 24)	4.8	2.6	(0.6)	(1.5)	5 . 4
UNPA	AID CLAIMS ANALYSIS					
-	Exhibit, Part 2B)					
23.	Total claims incurred for prior years (Line 13, Col. 5)	13,692,840	14,317,214	16,980,625	15,919,846	15,669,926
24.	Estimated liability of unpaid claims – [prior year (Line 12, Col. 6)]	15,946,316	14,221,891	18,438,309	17,694,531	16,978,795
	STMENTS IN PARENT, SUBSIDIARIES AND LIATES					
25.	Affiliated bonds (Sch. D Summary, Line 25, Col. 1)	0	0	0	0	0
26.	Affiliated preferred stocks (Sch. D Summary, Line 39, Col. 1)	0	0	0	0	0
27.	Affiliated common stocks (Sch. D Summary, Line 53, Col. 2)	0	0	0	0	0
28.	Affiliated short-term investments (subtotal included in Sch. DA, Part 2, Col. 5, Line 11)	0	0	0	0	0
29.	Affiliated mortgage loans on real estate		0	0	0	0
30.	All other affiliated		0	0	0	0
31.	Total of above Lines 25 to 30	0	0	0	0	0

SCHEDULE D - SUMMARY BY COUNTRY

Long-Term Bonds and Stocks OWNED December 31 of Current Year

	Long-Term Bonds and Stock	s OWNED December 3			
Description		1 Book/Adjusted Carrying Value	2 Fair Value	3 Actual Cost	4 Par Value of Bonds
BONDS	United States			14,835,877	14,865,000
Governments	Canada				, 555 , 666
(Including all obligations guaranteed	Other Countries				
by governments)	4. Totals	14,838,966	14,681,998	14,835,877	14,865,000
States, Territories and Possessions	5. United States				17,000,000
(Direct and guaranteed)	6. Canada		†		
(Direct and guaranteed)	7. Other Countries		†		
	8. Totals	0	0	0	0
Political Cubdivisions of States				U	0
Political Subdivisions of States,	9. United States				
Territories and Possessions	10. Canada		†		
(Direct and guaranteed)	11. Other Countries	0	0	0	0
	12. Totals	U	U	0	U
Special revenue and special assessment					
obligations and all non-guaranteed	13. United States				
obligations of agencies and authorities of	14. Canada				
governments and their political subdivisions	15. Other Countries				
	1C Totale	_		^	_
D. Jalia Hallai - /#ilia N	16. Totals	0	0	0	0
Public Utilities (unaffiliated)	17. United States				
	18. Canada		 		
	19. Other Countries		0		0
	20. Totals	0 454 400	0	0	0 050 000
Industrial and Miscellaneous and Credit Tenant	21. United States			6,339,246	6,052,000
Loans (unaffiliated)	22. Canada				
	23. Other Countries				<u> </u>
	24. Totals	6,154,108	5,990,942	6,339,246	6,052,000
Parent, Subsidiaries and Affiliates	25. Totals	0	0	0	0
	26. Total Bonds	20,993,074	20,672,940	21,175,123	20,917,000
PREFERRED STOCKS	27. United States				
Public Utilities (unaffiliated)	28. Canada				
	29. Other Countries				
	30. Totals	0	0	0	
Banks, Trust and Insurance Companies	31. United States				
(unaffiliated)	32. Canada				
•	33. Other Countries				
	34. Totals	0	0	0]
Industrial and Miscellaneous (unaffiliated)	35. United States]
	36. Canada				
	37. Other Countries				
	38. Totals	0	0	0	1
Parent, Subsidiaries and Affiliates	39. Totals	0	0	0	1
. a.o.n, outoidianos and /illilates	40. Total Preferred Stocks	0	0	0	
COMMON STOCKS		0	0	U	
COMMON STOCKS Public Utilities (unaffiliated)	41. United States		†		1
	42. Canada				1
	43. Other Countries	0	0	0	
Danka Trust and Incom O	44. Totals	U	U	U	
Banks, Trust and Insurance Companies	45. United States		 		
(unaffiliated)	46. Canada		 		
	47. Other Countries			^	
Industrial and Miscellaneous (unaffiliated)	48. Totals	0	0	0	
	49. United States				
	50. Canada		 		-
	51. Other Countries				
	52. Totals	0	0	0	
Parent, Subsidiaries and Affiliates	53. Totals	0	0	0	
	54. Total Common Stocks	0	0	0	
	55. Total Stocks	0	0	0	
	56. Total Bonds and Stocks	20,993,074	20,672,940	21,175,123	
		-,,	,	,,	

SCHEDULE D - VERIFICATION BETWEEN YEARS

Bonds and Stocks

1. Book/adjusted carrying value of bonds and stocks, prior		
year11,355,892	7.	Amortization of premium
2. Cost of bonds and stocks acquired, Column 7, Part 311,651,813	8.	Foreign Exchange Adjustment:
3. Accrual of discount		8.1 Column 15, Part 10
4. Increase (decrease) by adjustment:		8.2 Column 19, Part 2, Sec. 1
4.1 Columns 12 - 14, Part 1		8.3 Column 16, Part 2, Sec. 2
4.2 Columns 15 - 17, Part 2, Sec. 1		8.4 Column 15, Part 40
4.3 Column 15, Part 2, Sec. 20	9.	Book/adjusted carrying value at end of current period 20,993,074
4.4 Columns 11 - 13, Part 4	10.	Total valuation allowance
5. Total gain (loss), Col. 19, Part 4(5,076)	11.	Subtotal (Lines 9 plus 10)
6. Deduct consideration for bonds and stocks disposed of	12.	Total nonadmitted amounts
Column 7 Part 4 1 912 400	13	Statement value of bonds and stocks, current period 20, 993, 074

SCHEDULE T PREMIUMS AND OTHER CONSIDERATIONS

		Allocated by States and Territories Direct Business Only								
		1	2	3	4	5	6	7	8	
	States, Etc.	Guaranty Fund (Yes or No)	Is Insurer Licensed? (Yes or No)	Premiums	Medicare Title XVIII	Medicaid Title XIX	Federal Employees Health Benefits Program Premiums	Life & Annuity Premiums & Deposit Type Contract Funds	Property/ Casualty Premiums	
1.	AlabamaALAL	***************************************								
	AlaskaAK									
	ArizonaAZ	•••••								
	Arkansas AR	•••••								
	CaliforniaCA	••••								
	Colorado									
	Connecticut CT Delaware DE									
	Delaware									

	GeorgiaGA									
	Hawaii Hl									
	Idaho ID									
	Illinois IL									
15.	IndianaIN									
	lowaIA									
17.	Kansas KS									
	Kentucky KY KY	,,,,,		ļ						
	LouisianaLA			ļ						
20.	MaineME	***************************************								
	MarylandMD									
22.	MassachusettsMA									
	MichiganMJ	*****								
	MinnesotaMN									
	MississippiMS									
	MissouriMO	***************************************								
	Montana MT									
	Nebraska NE									
	NevadaNV									
	New HampshireNH									
	New JerseyNJ									
	New Mexico NM NY NY									
	North Carolina NC									
	North DakotaND									
	OhioOH	***************************************								
	Oklahoma OK									
	Oregon OR									
	Pennsylvania PA									
	Rhode IslandRI	No	Yes	(1,614)		168,859,050				
	South CarolinaSC									
42.	South Dakota SD									
43.	Tennessee TN	••••								
44.	TexasTX	*****								
45.	UtahUT	••••								
	VermontVT									
	VirginiaVA	*****								
	Washington WA			ļ						
	9	••••								
	WisconsinWI	,,,,,		l						
	WyomingWY	*****								
	American Samoa AS			·····						
	Guam GU			l						
	Puerto Rico PR		1	<u> </u>		I				
	U.S. Virgin IslandsVI									
	Canada	XXX	XXX	0	Λ	0	0	^	Λ	
	Subtotal Subtotal	XXX	XXX	(1.614)	0	168 , 859 , 050	0	0	 ∩	
	Reporting entity contributions for			(1,014)	U		0	0		
55.	Employee Benefit Plans	XXX	XXX			<u> </u>				
60	Total (Direct Business)	XXX	(a) 1	(1,614)	0	168,859,050	0	0	0	
- 50.	DETAILS OF WRITE-INS		·/	(.,011)	Ŭ.	11,000,000	Ĭ	Ĭ	<u> </u>	
5701.	22.74.20 0	XXX	XXX							
5702.		XXX	XXX							
5703.		XXX	XXX							
	Summary of remaining write-ins for Line 57 from overflow page	XXX	XXX	0	0	0	0	0	0	
5799.	Totals (Lines 5701 thru 5703 plus 5798) (Line 57 above)	XXX	XXX	0	0	0	0	0	0	

Explanation of basis of allocation by states, premiums by state, etc.:

⁽a) Insert the number of yes responses except for Canada and other Alien.

Schedule T - Part 2

NONE

Schedule Y - Part 1